
ARNOLD & PORTER LLP

February 9, 2007

VIA E-MAIL AND FEDEX

Ms. Kim Muratore (SFD-7-5)
U.S. Environmental Protection Agency, Region IX
75 Hawthorne Street
San Francisco, CA 94105

Re: San Fernando Valley / North Hollywood, California
11600 Sherman Way

Dear Ms. Muratore:

This is a letter response to the United States Environmental Protection Agency's ("EPA") November 22, 2006, supplemental request for information pursuant to Section 104(e) of CERCLA (the "November 2006 supplemental Section 104(e) Request"), sent to Honeywell International Inc. ("Honeywell"), concerning the site on Sherman Way in the North Hollywood Operable Unit at which Honeywell's predecessor in interest conducted manufacturing operations (the "Facility"). Your supplemental request follows up on Honeywell responses dated June 5, 2006, and May 22, 2006, to your previous request for information of March 28, 2006.

As with Honeywell's May 22, 2006, and June 25, 2006, responses, before providing responses to the specific requests, it is important to note a few preliminary matters. Over approximately the past two decades, Honeywell and its predecessors have provided voluminous information regarding the Facility (which ceased operations approximately 15 years ago) to EPA. This information has included responses to several prior Section 104(e) requests, including letter requests dated August 19, 1987 (with responses dated October 15, 1987, and June 20, 1988), May 17, 1988, April 17, 1991 (with a response dated June 27, 1991), May 22, 1992 (with a response dated July 21, 1992, and a supplemental response dated September 17, 1992), and April 18, 1995 (with a response dated July 20, 1995). EPA also has been provided information in the form of responses to discovery requests in connection with lawsuits concerning the Facility, including thorough responses to written interrogatories propounded in the action captioned *U.S. v. AlliedSignal, Inc., et al.* (Case No. 93-6490; U.S. District Court, Central District of California). Honeywell has provided further information regarding the

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Facility in other forms as well, such as through presentations to EPA, responses to other letter requests for information from regulatory agencies, and regular groundwater monitoring reports. In light of Honeywell's history of providing substantial information and data regarding the Facility, it is Honeywell's understanding that most of the available information sought by the November 2006 supplemental Section 104(e) Request has previously been provided to EPA.

Honeywell has made a good faith effort to locate and to provide available information responsive to EPA's requests. Honeywell continues to be happy to respond to further information requests by EPA and is willing to work with EPA to find answers to specific inquiries. Honeywell reserves the right to supplement the responses below as the review process continues.

Moreover, Honeywell makes the following objections to and additional general points with respect to the November 2006 supplemental Section 104(e) Request:

A. Honeywell generally objects to the November 2006 supplemental Section 104(e) Request to the extent that it seeks information or documents protected from discovery by the attorney-client privilege, the attorney work product doctrine, the joint defense or common interest privilege, the self-evaluative privilege, or any other applicable privilege or doctrine. Nothing contained in these objections or the responses below is intended as, or shall in any way be deemed as, a waiver of privilege. Honeywell further objects to the November 2006 supplemental Section 104(e) Request to the extent that it seeks confidential or proprietary business information in Honeywell's possession or confidential settlement information.

B. Honeywell generally objects to the November 2006 supplemental Section 104(e) Request to the extent that it seeks information or documents not in the possession, custody, or control of Honeywell.

C. Honeywell generally objects to the November 2006 supplemental Section 104(e) Request to the extent that it is overbroad, unduly burdensome, not reasonably calculated to lead to the discovery of admissible evidence or information necessary or useful to EPA's investigation, or beyond the authority provided in CERCLA Section 104(e).

D. Honeywell generally objects to the November 2006 supplemental Section 104(e) Request to the extent that it seeks information that may be derived or ascertained from documents already within the knowledge, possession or control of EPA.

E. As noted above, this response reflects a diligent search of Honeywell's records, but no representation is made that all such records have been located and searched. Honeywell reserves the right to supplement this response in the event that it locates additional responsive non-privileged documents or information, but does not assume the obligation to do so.

F. In certain instances below, where documents contain the information sought by the November 2006 supplemental Section 104(e) Request, Honeywell has directed EPA to attached documents rather than providing answers in a narrative form.

G. Honeywell reiterates its request for confidential treatment for all nonpublic documents (designated as "confidential" on the documents) provided in earlier responses to the Section 104(e) Requests and which may be referenced in the responses below. The period of time for which confidential treatment is desired is indefinite. To the best of our understanding, Honeywell has not disclosed the information for which confidential treatment is requested, except to agents and employees and others under obligation to keep such information confidential, and has guarded the confidentiality of this information by retaining it within secure storage facilities. The reason for this request is that the information may contain trade secrets or other proprietary information and may be protected under confidentiality agreements with other entities. Honeywell asserts that disclosure of its confidential information may result in substantial harmful effects on its competitive position.

H. Unless otherwise indicated, when providing information regarding the Facility, Honeywell is providing information concerning the period that Honeywell's predecessors in interest conducted operations at the location. Except as noted with respect to ongoing environmental analysis that Honeywell is conducting, Honeywell does not have direct knowledge of operations at the "Facility" conducted by subsequent owners, such as Kaiser Permanente, Public Storage, and Home Depot.

Notwithstanding the foregoing background and objections, and preserving and without waiving the objections, Honeywell responds to the November 2006 supplemental Section 104(e) Request, incorporating each of the above objections, as follows. The number for each request repeated below corresponds to the number of the request as it

appears in the Section 104(e) Request. EPA's follow up or supplemental questions are copied below the numbered questions.

2. Information obtained by EPA indicates that the Company owned the real property at 11510 Sherman Way, North Hollywood, California ("11510 Sherman"), 11600 Sherman Way, North Hollywood, California ("11600 Sherman"), and possibly 11500 Sherman Way, North Hollywood, California ("11500 Sherman"). 11500 Sherman, 11510 Sherman, 11600 Sherman, and any other real property (along with improvements thereto) that the Company owned that was a part of or comprised the Allied-Signal facility/Avibank Manufacturing facility on Sherman Way is hereinafter referred to as the "Facility." Provide the following information with respect to the Company's ownership of the Facility:

- a. The dates the Company owned the Facility;**
- b. The parcel number(s) and corresponding street address(es) for the Facility;**
- c. A copy of each document evidencing the purchase, ownership, and sale of the Facility;**
- d. The current or last known address and phone number of all other current and previous owners of the Facility;**
- e. A copy of each lease, rental agreement, or any other document between the Company and any business that operated at the Facility for all periods of time that the Company owned the Facility;**
- f. The name, address, and phone number contact for each tenant or lessee; and**
- g. Each type of business, commercial, or industrial operation conducted at the Facility, and the name of each operator and the dates that each was operating.**

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Follow up Request: **Information supplied to EPA as part of the current information gathering process indicates that the property currently referred to as 11500 Sherman Way, and at which Avibank Mfg., Inc. currently operates was not part of the facility at which the Company formerly operated. State whether this is, in fact, an accurate statement regarding historical property boundaries.**

After receiving the EPA's follow up request on this issue, Honeywell conducted an additional good faith search of its Real Estate Department files, and that search revealed no information regarding the property currently referred to as 11500 Sherman Way. The results of that search indicate that the 11500 Sherman Way property was never part of the Facility, although Honeywell cannot definitively confirm that it was not.

Follow up Request: **In its 104(e) response, the Company provides only limited information regarding the portions of the former Allied Signal facility at which Home Depot USA, Inc. and Public Storage, Inc. currently operate, and did not provide the requested information with respect to the western portion of the former Allied Signal facility. Respond to request 2(a) by providing the actual dates that the Company owned the entire Facility. If the Facility consisted of multiple parcels purchased and sold at different times, provide the dates of ownership for each parcel.**

Honeywell's predecessor Bendix Aviation Ltd. purchased the property comprising the Facility on June 11, 1941, from Lankershim Ranch Land & Water Company.

Other than the documents that already have been provided, Honeywell has been unable to locate additional documents related to the 1970 sale of the western portion of the Facility to Kaiser Permanente. Accordingly, Honeywell cannot provide EPA with additional information regarding that sale.

Honeywell sold the eastern parcel to Home Depot on or about March 14, 1995 and the western parcel to Public Storage on or about December 23, 1997. Copies of the Home Depot and Public Storage sales agreements were provided to EPA with Honeywell's June 5, 2006, response.

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Follow up Request: **Provide complete responses to requests 2(b), 2(c), 2(e), 2(f) and 2(g) with respect to all parcels of property which comprised the Facility. Specifically include in the Company's response information about the western portion of the Facility at which Kaiser Permanente currently operates.**

Honeywell objects to this request to the extent it asks for information about the property comprising the Facility during times when the property was not owned by Honeywell and was outside Honeywell's control.

2(b). Honeywell believes that the current street address of the Kaiser Permanente property is 11666 and 11668 Sherman Way, North Hollywood, California 91605. Honeywell believes that the address of the Home Depot property is 11600 Sherman Way, North Hollywood, California 91605. Honeywell believes that the address of the Public Storage Property is 11620 Sherman Way, North Hollywood, California 91605.

A portion of the assessor's map showing the area of the Facility is attached as Exhibit A. Further parcel information can be obtained from the Los Angeles County Office of the Assessor at <http://www.assessor.lacounty.gov/>.

2(c). Honeywell has previously provided EPA with copies of the purchase and sale agreements for the Home Depot and Public Storage portions of the Facility. Attached to this response as Exhibit B is a copy of a grant deed from Honeywell to North Hollywood Acquisition, L.L.C. for the Public Storage portion of the property. Honeywell has been unable to locate copies of other deeds for the Facility in its files.

2(e),(f). Honeywell has no information indicating that its predecessors ever leased any portion of the property comprising the Facility.

2(g). It is Honeywell's understanding that, before the acquisition of the property by Honeywell's predecessor, the land was used for agricultural purposes. Some documents indicate that a portion of the property may have been used to store bricks. Honeywell does not have any more specific information on previous uses.

Honeywell's operations at the facility are well known to EPA and are the subject of numerous reports submitted to the Agency, including reports identified on Exhibit C.

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The only operations at the Sherman Way property since Honeywell's sale of that property are the operations conducted by Kaiser Permanente, Home Depot, and Public Storage or their tenants. Honeywell is not in a position to characterize the type of operation conducted at the Sherman Way property after Honeywell sold the property and it was no longer under Honeywell's control. For further information on operations at the Facility subsequent to Honeywell's ownership, Honeywell directs EPA to the current owners of the property comprising the Facility, contact information for which was provided in Honeywell's June 5, 2006 response.

4. Identify the individuals who are or were responsible for environmental matters at the Facility. For each individual responsible for environmental matters, provide his/her full name, current or last known address, current or last known telephone number, position titles, and the dates each individual held such position.

Follow up Request: **In its 104(e) response dated June 5, 2006, the company provided the name and contact information of [FOIA ex 6 Personal Privacy], Honeywell Remediation Manager, and referenced a prior response which identified [FOIA ex 6 Personal Privacy], and [FOIA ex 6 Personal Privacy], in response to this request. Provide the dates that these individuals held their positions. Provide updated contact information for [FOIA ex 6 Personal Privacy] and [FOIA ex 6 Personal Privacy].**

Honeywell has been unable to ascertain the exact dates that [FOIA ex 6 Personal Privacy] and [FOIA ex 6 Personal Privacy] held their positions. It appears that [FOIA ex 6 Personal Privacy] held his position into the mid- to late-1980s, and he is now retired from Honeywell. His current contact information is:

[FOIA ex 6 Personal Privacy]
[FOIA ex 6 Personal Privacy]
[FOIA ex 6 Personal Privacy]

Honeywell has no additional information on [FOIA ex 6 Personal Privacy]. In a follow-up interview with [FOIA ex 6 Personal Privacy], [FOIA ex 6 Personal Privacy] identified two additional persons who may have knowledge relevant to this request. [FOIA ex 6 Personal Privacy] for Honeywell's Torrance, California facility, oversaw environmental work at the Facility from the early 1990s through her departure from the Torrance facility in late 1995. [FOIA ex 6 Personal Privacy] was the North Hollywood Site Manager from the early 1990s through his

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transfer to another Honeywell unit in June 1995. Current contact information for [FOIA ex 6]
[FOIA ex 6] and [FOIA ex 6 Personal Privacy]:

FOIA ex 6 Personal Privacy

FOIA ex 6 Personal Privacy

16. Identify any individual or entity that owned or operated the Facility prior or subsequent to the Company. For each prior or subsequent owner or operator, further identify:

- a. The dates of ownership/operation;**
- b. The nature of prior or subsequent operations at the Facility;**
- c. All evidence showing that the prior or subsequent owner or operator controlled access to the property; and**
- d. All evidence that a hazardous substance, pollutant, or contaminant was released or threatened to be released at the Facility during the period of prior or subsequent ownership or operation.**

Follow up Request: **Provide a response to requests 16(b), 16(c) and 16(d).**

Please see response to request number 2, above. Honeywell objects to this request to the extent it asks for information about the property comprising the Facility during times when the property was not owned by Honeywell and was outside Honeywell's control. Honeywell has only anecdotal information that before Honeywell's predecessor's ownership the property at which the Facility is located was used for agricultural purposes. Some documents indicate that a portion of the Facility may have been used as a storage area for bricks. Honeywell has no other information on the use of the property before Honeywell's predecessors' ownership.

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Honeywell does not have direct information regarding, and does not undertake to characterize, the operations at the Facility subsequent to Honeywell's ownership, nor does Honeywell have any information as to whether or to what extent prior or subsequent owners controlled access to the Facility. Honeywell has no information that any hazardous substance was released at the Facility before or after Honeywell's ownership, and Honeywell is unaware of any such release or any threatened release. For further information on operations at the Facility subsequent to Honeywell's ownership, Honeywell directs EPA to the current owners of the property comprising the Facility, contact information for which was provided in Honeywell's June 5, 2006 response.

23. Provide copies of all environmental data or technical or analytical information regarding soil, water, and air conditions at or adjacent to the Facility, including, but not limited to, environmental data or technical or analytical information related to soil contamination, soil sampling, soil gas sampling, geology, water (ground and surface), hydrogeology, groundwater sampling, and air quality.

Follow up Request: **Provide a list which identifies by document title, date and author all documents previously submitted by the Company in response to this and similar requests, along with the date of the 104(e) response with which it was submitted.**

In addition please provide a copy of the Soil Gas Monitoring Summary report prepared by Hydrologue, Inc., dated March 3, 1995, for the Allied Signal property in North Hollywood, California.

Attached to this letter as Exhibit C is an list of documents that contain information responsive to this request. Exhibit C identifies documents by title, author, and date to the extent that information is available. In light of the manner in which documents were previously provided and the manner in which Honeywell's files are maintained, we have been unable to provide the dates on which these documents were previously provided to EPA.

The index provided in Exhibit C is not an exhaustive list of documents in Honeywell's possession that may be relevant to the North Hollywood facility or the San Fernando Valley Superfund Site. In an effort to provide information most useful to the agency, Honeywell has only included those documents that Honeywell believes are most likely to contain information responsive to this request. Honeywell has also endeavored

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to exclude from this index documents that are specific to sites other than the North Hollywood facility and documents authored by EPA or its consultants.

Upon request, Honeywell will provide EPA with copies of documents identified on Exhibit C, to the extent a document is in Honeywell's files and is not subject to any applicable privilege. Exhibit C has been prepared from multiple sources and the appearance of a document on the list does not guarantee that the document continues to be in Honeywell's possession. Moreover, Honeywell reserves the right to designate all or portions of any document on Exhibit C as confidential business information prior to providing the document to EPA.

A copy of the Soil Gas Monitoring Summary Report prepared by Hydrologue, Inc. dated March 3, 1995, is enclosed with this response.

25. Identify all insurance policies held by the company from the time it commenced ownership of or operations at the Facility until the present. Provide the name and address of each insurer, the policy number, the amount of coverage and policy limits, the type of policy, and the expiration date of each policy. Include all comprehensive general liability policies and "first party" property insurance policies and all environmental impairment insurance. Provide a complete copy of each policy.

Provide a list of all such insurance policies which includes the information requested above.

Honeywell currently maintains no insurance policies that would provide coverage for the Facility. In the 1980s, Honeywell (then Allied-Signal Inc.) commenced litigation against its insurers with respect to coverage for environmental conditions at properties owned by Allied-Signal Inc., including the Facility. That litigation settled in 1990. Under the terms of that settlement, Honeywell's predecessor received a lump sum payment from its insurers in exchange for a release by Honeywell from all claims related to property conditions at the sites at issue. All insurance policies of which Honeywell is aware that may have provided coverage with respect to the Facility were covered by the terms of the settlement. Consequently, Honeywell is not aware of any insurance coverage applicable to the Facility.

26. Provide copies of any applications for permits or permits received under any local, state, or federal environmental laws and regulations, including any waste discharge permits, such as national pollutant discharge elimination system permits.

Follow up Request: **In its June 5, 2006 response, the Company states that it does not maintain the requested information in a format that would permit it easily to be located, gathered, synthesized, and provided to EPA in the limited time permitted. Provide a list of all such permits which were in effect at the Facility during the period of the Company's operations which includes the type of permit, effective dates of the permit, and the issuing authority.**

As Honeywell stated in its June 5, 2006 response, operations at the Facility spanned the period 1940 to 1992. Honeywell does not maintain the requested information for the period when the Facility was in operation in a format that would permit it to be located, gathered, synthesized and provided to EPA. Specifically, Honeywell does not have in its possession a list of permits held by the Facility during its operational period or documents from which such a list could readily be compiled.

27. If the Company discharged any of its waste stream to the sewer at the Facility, provide copies of all permits and all analyses performed on discharged water, and identify all locations where waste streams were discharged.

Follow up Request: **Provide a list of all such discharge permits which includes the information requested above.**

Please see Honeywell's response to Request number 26, above. Operations at the Facility spanned the period 1940 to 1992, and Honeywell does not maintain the requested information for the period when the Facility was in operation in a format that would permit it to be located, gathered, synthesized, and provided to EPA. Specifically, Honeywell does not have in its possession a list of sewage discharge permits held by the Facility during its operational period or documents from which such a list could readily be compiled. Honeywell is aware that a national pollutant discharge elimination system permit was issued with respect to the Facility, which expired in 1995. Honeywell believes that EPA previously has been provided with a copy of this permit, but if EPA cannot locate it, Honeywell will provide an additional copy.

32. Please identify all leaks, spills, or other releases into the environment of any hazardous substances or pollutants or contaminants that have occurred at or from the Facility. In addition, identify and provide supporting documentation of:

- a. The date each release occurred;**
- b. The cause of each release;**
- c. The amount of each hazardous substance, waste, or pollutant or contaminant released during each release;**
- d. Where each release occurred and what areas were impacted by the release; and**
- e. Any and all activities undertaken in response to each release, including the notification of any local, state, or federal government agencies about the release.**

Follow up Request: **Provide a list of all leaks, spills, or other releases which have occurred at or from the Facility which includes all of the information requested above.**

As Honeywell stated in its June 5, 2006 response, a substantively identical request regarding leaks and spills was propounded as interrogatory number 3 in the case captioned *U.S. v. AlliedSignal, Inc., et al.*, (Case No. 93-6490; U.S. District Court, Central District of California). A copy of that answer, along with Honeywell's answer to interrogatory number 6, regarding the Kaiser property, is provided for your reference as Exhibit D. Honeywell does not have any information on any leaks, spills, or other releases at the Facility since the date of its interrogatory responses.

Honeywell continues to review historical documents related to the Facility and information previously provided to EPA for information responsive to this request and will supplement its response with additional non-privileged responsive information it locates following that investigation that has not previously been provided to EPA, if any.

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Please contact me at (212) 715-1186 if you have any additional questions regarding these particular responses.

Sincerely,

Christopher Anderson

cc: Benny Dehghi
Sean Morris